MODIFICATION ONE TO SAA2-402208

RENEWAL AND EXTENSION OF THE FULLY REIMBURSABLE SPACE ACT AGREEMENT BETWEEN THE NATIONAL AERONAUTICS AND SPACE ADMINISTRATION AMES RESEARCH CENTER AND GEOG2 SOLUTIONS, INC.

GEOG2 Solutions, Inc. (hereinafter "GEOG2" or "Partner") and the National Aeronautics and Space Administration (hereinafter "NASA") executed a Reimbursable Space Act Agreement (hereinafter the "Original Agreement") on April 30, 2008 for the purpose of collaboration in the area of high-resolution multi-spectral imaging.

Effective as of April 30, 2010, NASA and Partner hereby agree to extend the duration of the Original Agreement, which expires on April 30, 2010, for an additional two-year period, such that the term of the Original Agreement shall expire on April 30, 2012. The purpose of the extension is to continue activities begun under the original agreement and to modify the following sections:

ARTICLE 4. SCHEDULE AND MILESTONES

The planned major milestones for the activities defined in the "Responsibilities" clause are as follows:

Milestone Date
GEOG2 to share updates on developments of new sensors, image processors and communications applications

ARTICLE 5. <u>FINANCIAL OBLIGATIONS</u> Please mail payment to:

NASA Shared Service Center (NSSC)-FMD Accounts Receivable Attn: For the Accounts of Ames Research Center (Agreement #SAA2-402208) Bldg. 1111, C Road Stennis Space Center, MS 39529 under this Agreement. Failure of NASA to request proof of insurance does not waive this provision.

ARTICLE 19. MANAGEMENT POINTS OF CONTACT

The Principle Points of Contact for NASA and for GEOG2 listed in Article 19 are hereby replaced with the following Principle Points of Contact:

| Business Points of Contact | |
|-----------------------------|-----------------------------|
| NASA Ames Research Center | GEOG2 Solutions, Inc. |
| Elena Serna | Kevin E. Spry |
| Liaison Specialist | Chief Operations Officer |
| NASA Ames Research Center | GEOG2 Solutions, Inc. |
| Mail Stop: 158-1 | 340 Second Street, Suite 12 |
| Moffett Field, CA 94035 | Los Altos, CA 94022 |
| Phone (650) 604-4135 | Phone (805) 748-7153 |
| email: elena.serna@nasa.gov | email: kespry@gmail.com |

Except as set forth in this Agreement, the provisions of the Original Agreement and its previous modifications, including the requirement of an annual Support Agreement under paragraph "5. FINANCIAL OBLIGATIONS" remain in full force. If the provisions of this Agreement conflict with the provisions of the Original Agreement or any previous modification of the Original Agreement, then the provisions of this Agreement shall prevail.

GEOG2 SOLUTIONS, INC.

By

Kevin E. Spry

Chief Operations Officer

Date: 4-14-2010

NATIONAL AERONAUTICS AND SPACE ADMINISTRATION

Deborah Feng

Director of Center Operations

Date: 3,31,10